



Phone: (302) 425-6423
Fax: (302) 425-6464
Email: fatell@blankrome.com

September 16, 2005

VIA CMF AND HAND DELIVERY

The Honorable Joseph J. Farnan, Jr.
United States District Court
for the District of Delaware
844 King Street
Wilmington, DE 19801

Re: Magten Asset Management Corp. (In re: NorthWestern Corporation)

Your Honor:

As Your Honor may be aware, Magten Asset Management Corporation ("Magten") is currently before the Court as a party to numerous appeals and other actions arising from, or related to, the chapter 11 case of NorthWestern Corporation ("NorthWestern"). Together with the law firm of Fried, Frank, Harris, Shriver & Jacobson LLP, we serve as co-counsel to Magten in a number of the appeals and other actions currently pending before the Court. For the Court's convenience, we have summarized in the attached chart (Exhibit A) a complete listing of all matters before the Court that involve NorthWestern and Magten or Law Debenture Trust Company of New York. For each matter listed, the chart briefly summarizes the current status of the proceeding and lists the counsel representing each party.¹

In the interest of lessening the burden of these matters on the Court's docket, Magten respectfully suggests that the Court turn first to those matters that would obviate the need to consider others. For example, Magten is of the view that depending upon the Court's decision on the issues raised by Appeal 05-0209 – for which briefing has recently been completed – the need to consider all of the remaining issues on appeal will be obviated.

¹ As indicated by the attached chart, there are six appeals and three ongoing litigation matters currently pending before this Court.

B L A N K



R O M E LLP
COUNSELORS AT LAW

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Because counsel for the other parties may have their own views as to how to best achieve efficiency from the organization and prioritization of the pending matters, we respectfully request that the Court conduct a scheduling conference for the purpose of discussing an appropriate plan of action.

Respectfully submitted,

Bonnie Glantz Fatell (3809)

BGF/pb

cc: Clerk of Court (via CMF)
Bonnie Steingart, Esquire
Gary L. Kaplan, Esquire
David A. Jenkins, Esquire (via hand delivery)
William E. Chipman, Jr., Esquire (via hand delivery)
Kathleen M. Miller, Esquire (via hand delivery)
Bijan Amini, Esquire (via Federal Express)
Neil B. Glassman, Esquire (via hand delivery)
Charlene D. Davis, Esquire (via hand delivery)
Adam G. Landis, Esquire (via hand delivery)
Robert J. Dehney, Esquire (via hand delivery)
Curtis S. Miller, Esquire (via hand delivery)
David L. Finger, Esquire (via hand delivery)
Jessie H. Austin, III, Esquire (via Federal Express)
Karol K. Denniston, Esquire (via Federal Express)
Amanda Darwin, Esquire (via Federal Express)
John V. Snellings, Esquire (via Federal Express)
Alan W. Kornberg, Esquire (via Federal Express)
Margaret A. Phillips, Esquire (via Federal Express)
Stanley T. Kaleczyc, Esquire (via Federal Express)
Denise Seastone Kraft, Esquire (via hand delivery)
Office of the United States Trustee (via hand delivery)